

DEC 17 '09 -11 55 AM

## SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
1050 SEVENTEENTH STREET, N.W.  
SUITE 301

WASHINGTON, D.C.

20036

(202) 393-2266

FAX (202) 393-2156

E-MAIL [alvordlaw@aol.com](mailto:alvordlaw@aol.com)

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

OF COUNSEL  
URBAN A. LESTER

December 16, 2009

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E Street, S.W.  
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Full Termination of Lease, dated as of December 16, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a complete termination of the Memorandum of Master Railcar Lease Agreement and related documents previously filed with the Board under Recordation Numbers 22594-A, -C and -E.

The name and address of the party to the enclosed document are:

Owner Trustee/  
Lessor: Wells Fargo Bank Northwest, N.A. (successor  
to First Security Bank, National Association)  
299 South Main Street, 12th Floor  
Salt Lake City, UT 84111

[Lessee: The CIT Group/Equipment Financing, Inc.  
(successor to Bombardier Capital Rail Inc.)  
30 South Wacker, Suite 3000  
Chicago, IL 60606]

Section Chief  
December 16, 2009  
Page 2

A description of the railroad equipment covered by the enclosed document is:

All equipment as identified in the documents filed under Recordation Numbers 22594-A, -C and -E.

A short summary of the document to appear in the index is:

Notice of Full Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem  
Enclosures

DEC 17 '09 -11 55 AM

**NOTICE OF FULL TERMINATION OF LEASE**

SURFACE TRANSPORTATION BOARD

The undersigned, WELLS FARGO BANK NORTHWEST, N.A. (successor to First Security Bank, National Association), not in its individual capacity but solely as Owner Trustee, and as Lessor (the "Lessor"), for good and valuable consideration, the receipt and sufficiency of which are acknowledged, hereby gives notice that it has terminated the Schedule No. 4 to the Master Railcar Lease Agreement No. 0000153 dated as of December 2, 1997, as amended, modified or supplemented (the "Lease"), with THE CIT GROUP/EQUIPMENT FINANCING, INC. (successor to Bombardier Capital Rail, Inc.), as Lessee (the "Lessee").

A Memorandum of Master Railcar Lease Agreement was duly filed and recorded with the Surface Transportation Board (the "Board") on December 16, 1999 under Recordation Number 22594-A. In addition thereto, the documents listed in Exhibit A which relate to the Lease were duly filed with the Board. Similar documentation was filed with the Registrar General of Canada pursuant to section 105 of the Canada Transportation Act as noted in Exhibit B. This document constitutes a release of all interests, claims, liens, or encumbrances over all railroad equipment at any time covered by the Lease and identified in the secondary filings made under Recordation Number 22594.

This Notice of Full Termination of Lease is executed without prejudice to the rights or obligations of the parties which expressly survive under the Lease or the termination agreement between the parties.

Dated: December 16, 2009

[Signature pages follow]

WELLS FARGO BANK NORTHWEST, N.A.,  
not in its individual capacity but solely as Owner Trustee,  
Lessor

By: Michael Arsenault  
Printed Name: Michael Arsenault  
Title: Assistant Vice President

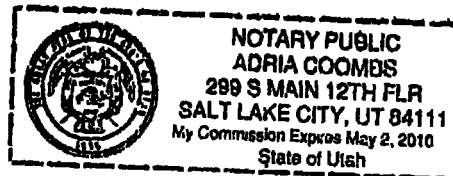
State of                    )  
                  Utah            )  
County of           Salt Lake    )       ss

On this 1<sup>st</sup> day of December, 2009 before me personally appeared Michael Arsenault, to me personally known, who, being duly sworn did say that (s)he is a Asst. Vice President of WELLS FARGO BANK NORTHWEST, N.A., and that said instrument was signed on behalf of said corporation by authority of its board of directors, and (s)he acknowledged said instrument to be the free act and deed of said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, the day and year first above written

Adria Coombs  
NOTARY PUBLIC

My commission expires.



## EXHIBIT A

### Headlease #3, Schedule 4

1. Memoranda of Master Railcar Lease Agreement, dated as of December 16, 1999, between First Security Bank, National Association, Lessor, and Bombardier Capital Rail Inc., Lessee, filed with the Board on December 16, 1999 at 12:40 p.m. under Recordation Number 22594-A.

2. Notice, dated as of May 10, 2006, by Bombardier Capital Rail Inc. (successor to NorRail, Inc.), Lessee, filed with the Board on May 18, 2006 at 12:35 p.m. under Recordation Number 22594-C. (Lessor is changed to John Hancock Leasing Corporation.)

3. STB Memorandum of Assignment and Assumption Agreement (HL3), dated as of October 2, 2006, from Bombardier Capital Rail, Inc., Assignor, to The CIT Group/Equipment Financing, Inc., Assignee, filed with the Board on October 2, 2006 at 9:30 a.m. under Recordation Number 22594-E.

[Headlease 3 – Schedule 4 - Lease]

EXHIBIT B

Title	Document Date	Parties	Filing Date
Memorandum of Master Railcar Lease Agreement	December 16, 1999	First Security Bank, N.A.; Bombardier Capital Rail Inc.	December 16, 1999

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 12/16/09



\_\_\_\_\_  
Robert W Alvord